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U.S. DISTRICT COURT

Prepared and Submitted By:

Peggy Hunt (Utah State Bar No. 6060)
DORSEY & WHITNEY LLP
136 South Main Street, Suite 1000
Salt Lake City, UT 84101-1685
Telephone: (801) 933-7360
Facsimile: (801) 933-7373
Email: hunt.peggy@dorsey.com

Attorneys for Court-Appointed Receiver R. Wayne Klein

**UNITED STATES DISTRICT COURT FOR THE DISTRICT OF UTAH
CENTRAL DIVISION**

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

NATIONAL NOTE OF UTAH, LC, a Utah
Limited Liability Company and WAYNE
LaMAR PALMER, and individual,

Defendants.

**ORDER APPROVING IN PART
AND DENYING IN PART
FOURTEENTH INTERIM FEE
APPLICATION FOR RECEIVER
AND RECEIVER'S
PROFESSIONALS FOR SERVICES
RENDERED FROM OCTOBER 1,
2017 THROUGH DECEMBER 31,
2017**

Case No.: 2:12-cv-00591 BSJ

The Honorable Bruce S. Jenkins

The matter before the Court is the *Fourteenth Interim Fee Application for Receiver and Receiver's Professionals for Services Rendered From October 1, 2017 Through December 31, 2017* (the "Fee Application") filed by R. Wayne Klein, the Court-appointed Receiver (the "Receiver"), seeking the allowance of fees and expenses incurred by the Receiver and his forensic accountants, Klein & Associates, PLLC, and his legal counsel, Dorsey & Whitney LLP

(“Dorsey”), as a cost of administering the Receivership Estate for the period of October 1, 2017 through December 31, 2017 (the “Application Period”) on an interim basis. No objections to the Fee Application have been filed.

An initial hearing on the Fee Application was conducted by the Court on April 30, 2018. Peggy Hunt of Dorsey appeared on behalf of the Receiver, and the Receiver was present as well. Representations were made on the record. At the hearing, the Court requested further information about fees that it previously allowed in this case for legal services rendered to brief an appeal of an Order related to the invalidation of certain Assignments of Beneficial Interests that was dismissed by the Court of Appeals for the Tenth Circuit (the “ABI Fees”). Pursuant to that request, on May 11, 2018, the Receiver filed a *Brief in Support of Fees Incurred in Drafting ABI Appeal Brief* [Docket No. 1375] (the “Fee Brief”), disclosing that a total of \$39,974.25 (which included a voluntary reduction of \$6,521.25) previously had been allowed by the Court related to the ABI Fees.

Thereafter, the Fee Brief was discussed at a hearing on August 14, 2018. Peggy Hunt of Dorsey appeared on behalf of the Receiver, and the Receiver was present as well. Amy J. Oliver appeared on behalf of the Securities and Exchange Commission. Representations were made on the record.

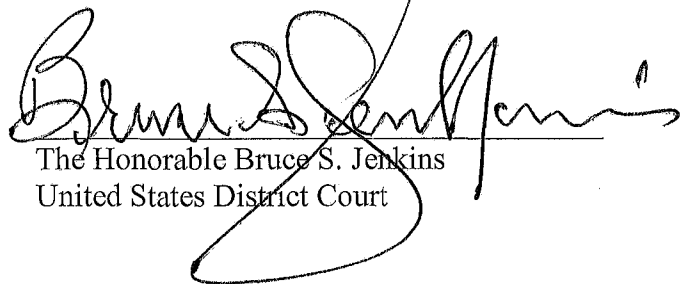
The Court has reviewed the Fee Application, all Exhibits thereto, the Fee Brief, the record in this case, the representations of counsel made on the record, and applicable law. For the reasons set forth on the record, the Court finds that the ABI Fees outlined in the Fee Brief should be reduced by one-half. The remainder of the fees and expenses requested for the Application Period are reasonable, necessary and beneficial and should be allowed. Based thereon, and for good cause

appearing,

IT IS HEREBY ORDERED that:

- (1) The Fee Application is **APPROVED** in part and **DENIED** in part;
 - (2) The fees and expenses of the Receiver and Klein & Associates PLLC and Dorsey for the current Application Period are **ALLOWED** on an interim basis as set forth in the Fee Application, except that the ABI Fees requested by Dorsey in the total amount of \$39,974.25 shall be reduced by one-half, resulting in \$19,987.12 of Dorsey's requested fees being **DISALLOWED**;
 - (3) Klein & Associates PLLC is **ALLOWED** a claim in the total amount of \$10,727.50;
 - (4) Of the \$48,899.88 in fees and expenses requested by Dorsey, (a) \$27,539.36 for fees, and \$1,373.40 for reimbursement of out-of-pocket expenses, for a total sum of \$28,912.76 is **ALLOWED**; and (b) \$19,987.12 in fees, which is one-half of the total ABI Fees, is **DISALLOWED**; and
 - (6) The Receiver is **AUTHORIZED** to pay all fees and expenses as allowed herein.
- DATED this 15th day of August, 2018.

BY THE COURT:



The Honorable Bruce S. Jenkins
United States District Court